

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

STEVEN W. SAMPSON, TRUSTEE,

Plaintiff,

- against -

JAMES D. ROBINSON III, LEWIS B. CAMPBELL, JAMES M. CORNELIUS, LAURIE H. GLIMCHER, M.D., VICKI L. SATO, PH.D., LEIF JOHANSSON, LOUIS J. FREEH, MICHAEL GROBSTEIN, and R. SANDERS WILLIAMS, M.D.,

Defendants,

and

BRISTOL-MYERS SQUIBB COMPANY,

Nominal Defendant.

Case No. 1:07-CV-06890-PAC

Related Case No. 1:07-cv-05867-PAC

**FILED ELECTRONICALLY**

**DECLARATION OF GREGORY MARK NESPOLE IN SUPPORT OF  
DERIVATIVE PLAINTIFF'S MEMORANDUM OF LAW IN OPPOSITION TO THE  
MOTION TO DISMISS OF NOMINAL DEFENDANT BRISTOL-MYERS SQUIBB  
COMPANY AND THE DIRECTOR DEFENDANTS**

I, Gregory Mark Nespole, hereby declare under penalties of perjury that the following is true to the best of my knowledge, information and belief:

1. I am a member of the law firm of Wolf Haldenstein Adler Freeman & Herz LLP (“Wolf Haldenstein”), counsel for Derivative Plaintiff Steven W. Sampson, Trustee in the above-captioned action.

2. I submit this Declaration in support of Derivative Plaintiff’s Memorandum of Law in Opposition to the Motion to Dismiss the Amended Verified Shareholder Derivative

Complaint filed by Nominal Defendant Bristol-Myers Squibb Company (“Bristol-Myers” or the “Company”) and the Director Defendants.

3. I transmit to the Court true and correct copies of the following documents:

Exhibit A: Excerpts from Bristol-Myers’ 2003 Form 10-K/A (filed 6/28/2004);  
Exhibit B: Excerpts from Bristol-Myers’ 2002 Form 10-K (filed 3/28/2003);  
Exhibit C: Excerpts from Bristol-Myers’ 2004 Form 10-K (filed 3/4/2005);  
Exhibit D: Excerpts from Bristol-Myers’ 2005 Form 10-K (filed 3/14/2006);  
Exhibit E: Bristol-Myers’ Form 8-K (filed 9/28/2007); and  
Exhibit F: May 30, 2007 Felony Information filed by the Antitrust Division of the United States Department of Justice in the United States District Court for the District of Columbia (Criminal No.: 07-140 (RMU)).

I declare the foregoing to be true and correct under penalty of perjury under the laws of the United States.

Executed at New York, New York, this 17th day of December 2007.

/s/ Gregory Mark Nespole

GREGORY MARK NESPOLE

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